

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) Application No. C-3733
Application of Acceris)
Management and Acquisition,)
LLC, San Diego, California,) APPROVED
and New Access Communications)
LLC, Minneapolis, Minnesota,)
seeking to transfer assets to)
First Communications, LLC,)
Akron, Ohio.) Entered: January 30, 2007

BY THE COMMISSION:

On December 5, 2006, an application was jointly filed by First Communications, LLC ("First") of Akron, Ohio, Acceris Management and Acquisition, ("Acceris"), of San Diego, California, and New Access Communications LLC ("New Access") of Minneapolis, Minnesota, (together "Applicants") seeking approval of a transfer of assets Agreement (the "Agreement") in which First will acquire all the assets of Acceris and New Access. Notice of the application was published in The Daily Record, Omaha, Nebraska, on December 8, 2006. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N A N D F I N D I N G S

The Parties:

Acceris is a Minnesota limited liability company with its principal offices located in San Diego, California. Acceris is a direct, wholly owned subsidiary of North Central Equity LLC, ("North Central"), a privately held Minnesota holding company. Acceris is a broad based communications company providing intrastate telecommunications services in the forty-eight (48) contiguous states, Hawaii and the District of Columbia. Acceris provides interexchange telecommunications services in the State of Nebraska under and by virtue of authority heretofore granted by this Commission.¹

¹ See Application No. C-3442, *In the Matter of the Application of Acceris Management and Acquisition LLC, Minneapolis, Minnesota, seeking authority to operate as an interexchange carrier of telecommunications services within the State of Nebraska.*, Granted (September 7, 2005).

New Access is a Minnesota limited liability company with its principal offices located in Minneapolis, Minnesota. New Access is a wholly owned subsidiary of North Central. New Access provides competitive local and long distance telecommunications services to primarily residential customers throughout the United States. New Access is authorized to provide competitive local exchange services² and interexchange telecommunications services³ in Nebraska under and by virtue of authority heretofore granted by this Commission.

First is a privately held Ohio limited liability company with its principal offices located in Akron, Ohio. First is authorized to provide intrastate long distance telecommunications services in all contiguous states except for the following states in which authority is pending: Arizona, Louisiana, North Dakota, Oklahoma, South Carolina, Vermont and Wyoming. First is authorized to provide intrastate long distance and competitive local exchange telecommunications services in Illinois, Indiana, Michigan, New Jersey, New York, Ohio, Pennsylvania and Wisconsin. In Nebraska, First provides resold long distance services⁴ and competitive local exchange service⁵ under and by virtue of authority heretofore granted by this Commission.

Description of the Transaction:

Pursuant to the Agreement, First will purchase the assets of Acceris which include the long distance resale customers and personal property of Acceris. First will

² See Application No. C-2519, *In the Matter of New Access Communications LLC, Minneapolis, Minnesota, seeking authority to obtain a Certificate of Public Convenience and Necessity to provide local exchange telecommunications service within the state of Nebraska in the areas served by Qwest and GTE.*, Granted (October 30, 2001).

³ See Application No. C-2518, *In the Matter of New Access Communications LLC, Minneapolis, Minnesota, seeking authority to obtain a Certificate of Public Convenience and Necessity to transact the business of a reseller of interexchange telecommunications services and for approval of its initial tariff.*, Granted (October 30, 2001).

⁴ See Application No. C-3686, *In the Matter of the Application of First Communications, LLC, Akron, Ohio, seeking authority to provide resold interexchange telecommunications services throughout the state of Nebraska.*, Granted (September 26, 2006).

⁵ See Application No. C-3732, *In the Matter of the Application of First Communications, LLC, Akron, Ohio, seeking authority to provide competitive local exchange telecommunications services throughout the State of Nebraska.*, Granted (January 23, 2007).

further acquire certain assets of New Access including all local and long distance customers and personal property such as equipment, switches, and certain working capital. First will not be acquiring the federal or state authorizations of either Acceris or New Access. After consummation of the transaction, Acceris and New Access will surrender their telecommunications authorizations, and First will provide telecommunications services to the Acceris and New Access customers directly pursuant to its own telecommunications authorizations.

Acceris and New Access customers will not experience any adverse affects or impairment of services as a result of the transaction and will continue to receive their existing services at the same rates, terms and conditions as at present. First will also provide written notice to the affected customers prior to the transfer explaining the change in service provider in accordance with State and Federal requirements.

The parties submit that the public interest will be served because Acceris and New Access have determined that their continuation as telecommunications service provider is no longer consistent with their long term interests. First is a strong company that will continue to provide high quality services to Acceris and New Access customers. First's purchase of the Acceris and New Access assets will strengthen First, enable it to expand and better ensure that it remains a viable long-term competitor in the telecommunications marketplace to the benefit of Nebraska consumers.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application should be granted.

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O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-3733 be, and it is hereby, approved.

MADE AND ENTERED at Lincoln, Nebraska, this 30th day of January, 2007.

NEBRASKA PUBLIC SERVICE COMMISSION


COMMISSIONERS CONCURRING:



//s// Rod Johnson
//s// Frank E. Landis

Chairman

ATTEST:



Executive Director